

UNION PACIFIC RAILROAD COMPANY

345 PARK AVENUE



NEW YORK, N.Y. 10022

KENDOR P. JONES
ASSISTANT EASTERN GENERAL COUNSEL

No. *0-100-01*

July 22, 1980

Date ~~JUL 23 1980~~

Fee \$ *10.00*

RECORDATION NO. *6564-C* Filed & Recorded

ICC Washington, D. C.

JUL 23 1980 - 9 40 AM

Hon. Agatha L. Mergenovich
Secretary
Interstate Commerce Commission
Washington, D. C. 20423

INTERSTATE COMMERCE COMMISSION

Equipment Trust Agreement, dated as of May 1, 1972, between Morgan Guaranty Trust Company of New York, as Trustee, and Union Pacific Railroad Company, as amended by a First Supplemental Agreement, dated as of September 1, 1979, and a Second Supplemental Agreement, dated as of January 1, 1980; Recordation Nos. 6564, 6564-A and 6564-B

Dear Mrs. Mergenovich:

Enclosed herewith are four executed notices and Statements of New Numbers changing the numbers of certain units of trust equipment relative to the above captioned Agreement between Morgan Guaranty Trust Company of New York, as Trustee, and Union Pacific Railroad Company.

After filing and recordation, at least two of the notices and Statements of New Numbers should be returned to the undersigned or given to the bearer of this letter.

Also enclosed is a check in the amount of \$10.00, payable to the order of the Interstate Commerce Commission, in payment of the fee associated with the filing and recordation of this document.

Very truly yours,

Kendor P. Jones

KPJ:b
Encls.

Adm. Exp. -

JUL 23 1980 6 52 AM
RECEIVED

UNION PACIFIC RAILROAD COMPANY

345 PARK AVENUE



NEW YORK, N.Y. 10022

H. B. SHUTTLEWORTH
VICE PRESIDENT AND TREASURER

RECORDATION NO. *6564-C* Filed & Recorded

JUL 23 1980-9 40 AM

July 7, 1980

INTERSTATE COMMERCE COMMISSION

Morgan Guaranty Trust Company
of New York
30 West Broadway
New York, New York 10015

Attention: Mr. Patrick J. Crooks
Trust Officer

Equipment Trust Agreement, dated as of May 1, 1972,
between Morgan Guaranty Trust Company of New York,
as Trustee (the "Trustee"), and Union Pacific Rail-
road Company (the "Company"), as amended by a First
Supplemental Agreement, dated as of September 1, 1979,
and a Second Supplemental Agreement, dated as of
January 1, 1980 (as so amended, the "Agreement");
Recordation Nos. 6564, 6564-A and 6564-B

Gentlemen:

In accordance with Section 4.6 of the above captioned Agreement, you are hereby notified that the numbers of certain units of Trust Equipment have been changed as reflected in the Statement of New Numbers (the "Statement") attached hereto.

Please acknowledge the filing by the Company with the Trustee of the Statement by executing and returning to the attention of the undersigned the four enclosed copies of this notice. In accordance with Section 4.6 of the Agreement, the Company will file and have recorded a copy of the notice and the attached Statement with the

Morgan Guaranty Trust Company
of New York
July 7, 1980
Page Two

Interstate Commerce Commission as provided in Section 6.4
of the Agreement and will provide you with evidence of
such filing and recordation.

Very truly yours,

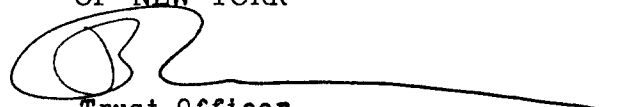
UNION PACIFIC RAILROAD COMPANY

By: 
Vice President and Treasurer

KPJ:b
Encls.


Filing acknowledged.

MORGAN GUARANTY TRUST COMPANY
OF NEW YORK

By: 
Trust Officer

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

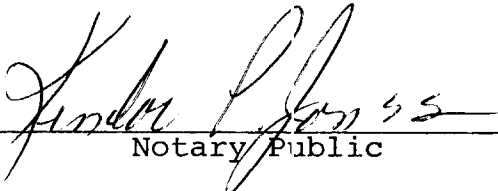
On this 17th day of July, 1980, before me personally appeared P. J. CROOKS, to me personally known, who, being by me duly sworn, says that he is a Trust Officer of MORGAN GUARANTY TRUST COMPANY OF NEW YORK and that the foregoing instrument was signed on behalf of the said corporation by authority of its Board of Directors, and he acknowledged that the execution of the said instrument was the free act and deed of the said corporation.



Notary Public
SUE SCALCIONE
NOTARY PUBLIC, State of New York
No. 31-4649545
Qualified in New York County
Commission Expires March 30, 1981

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On this 27th day of July, 1980, before me personally appeared H. B. SHUTTLEWORTH, to me personally known, who, being by me duly sworn, says that he is Vice President and Treasurer of UNION PACIFIC RAILROAD COMPANY and that the foregoing instrument was signed on behalf of the said corporation by authority of its Board of Directors, and he acknowledged that the execution of the said instrument was the free act and deed of the said corporation.



Notary Public
Linda Lyons
Notary Public, State of New York
No. 31-7113525
Qualified in New York County
Commission Expires March 30, 1982

UNION PACIFIC EQUIPMENT TRUST NO. 2 OF 1972
STATEMENT OF NEW NUMBERS

<u>No. of Units</u>	<u>Description</u>	<u>Old Numbers</u>	<u>New Numbers</u>
8	100-ton, 61' bulkhead flat cars, Class F-100-14, Por- tec, Inc., builder	UP215742 to UP215749, both inclu- sive	UP215792 to UP215799, both inclu- sive